

Hearing Date: April 8, 2015 at 10:00 a.m. (ET)
Response Deadline: March 20, 2015 at 4:00 p.m. (ET)

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Attorneys for Defendant Merrill Lynch Capital Services, Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
In re:	:	Chapter 11 Case
	:	
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	:	No. 08-13555 (SCC)
	:	
Debtors.	:	
	:	
-----X	X	
LEHMAN BROTHERS SPECIAL FINANCING	:	
INC.,	:	
	:	
Plaintiff,	:	
	:	Adversary Proceeding
- against -	:	
	:	No. 14-02030 (SCC)
MERRILL LYNCH CAPITAL SERVICES, INC.,	:	
	:	
Defendant.	:	
	:	
-----X	X	

**NOTICE OF MOTION OF MERRILL LYNCH CAPITAL SERVICES, INC.
TO DISMISS COUNTS I, II, AND III OF ADVERSARY COMPLAINT**

PLEASE TAKE NOTICE that upon the *Memorandum of Law of Defendant Merrill Lynch Capital Services, Inc. in Support of Its Motion to Dismiss Counts I, II, and III of Adversary Complaint*, dated February 26, 2015, all exhibits attached thereto, and all other pleadings, evidence, and proceedings in the above-captioned adversary proceeding, as well as

other prior proceedings before this Court, Merrill Lynch Capital Services, Inc. (“MLCS”) moves, pursuant to Rule 7012(b) of the Federal Rules of Bankruptcy Procedure and Rule 12(b)(7) of the Federal Rules of Civil Procedure (the “Federal Rules”), or, in the alternative, Federal Rule of Civil Procedure 12(c) (the “Motion”), for an order dismissing Counts I, II, and III of plaintiff Lehman Brothers Special Financing Inc.’s Adversary Complaint, dated June 12, 2014, with prejudice.

PLEASE TAKE FURTHER NOTICE that a hearing to consider this Motion will be held before the Honorable Shelley C. Chapman, United States Bankruptcy Judge, in Courtroom 623 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, NY 10004 (the “Bankruptcy Court”) on **April 8, 2015 at 10:00 a.m. (ET)** (the “Hearing”).

PLEASE TAKE FURTHER NOTICE that any responses or objections to this Motion must (i) be in writing, (ii) conform to the requirements of the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court for the Southern District of New York, (iii) set forth the basis for the objection and the specific grounds therefor, (iv) be filed with the Bankruptcy Court, together with proof of service, electronically in accordance with General Order M-399 (available at www.nysb.uscourts.gov) by registered users of the Bankruptcy Court’s electronic case filing system, and by all other parties in interest, on a 3.5 inch disk, compact disk, or flash drive, preferably in PDF format, Microsoft Word, or any other Windows-based word processing format on or before **Friday, March 20, 2015 at 4:00 p.m. (ET)** (the “Response Deadline”), and (v) be served upon the following parties: (a) the chambers of the Honorable Shelly C. Chapman, One Bowling Green, New York, New York 10004, Courtroom 623, (b) Shearman & Sterling LLP, 599 Lexington Avenue, New York, NY 10022

(Attn: William J.F. Roll, III, Fredric Sosnick, Ned S. Schodek and Adam Goldstein), attorneys for MLCS, (c) Wollmuth Maher & Deutsch LLP, 500 Fifth Avenue, New York, NY 10110 (Attn: William A. Maher, Esq., James N. Lawlor, Esq., and Adam M. Bialek, Esq.), attorneys for Lehman Brothers Special Financing, Inc.; and (d) the Office of the United States Trustee for the Southern District of New York, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, New York 10004 (Attn: Andy Velez-Rivera, Esq., Paul Schwartzberg, Esq., Brian Masumoto, Esq., Linda Riffkin, Esq. Tracy Hope Davis, Esq.).

PLEASE TAKE FURTHER NOTICE that this Motion may be granted without a hearing if no objection or response is filed and served by the Response Deadline.

PLEASE TAKE FURTHER NOTICE that parties filing a response or objection are required to attend the Hearing, and failure to appear may result in the relief being granted or denied upon default.

Dated: New York, New York
February 26, 2015

Respectfully submitted,

SHEARMAN & STERLING LLP

/s/ William J.F. Roll, III

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